

Company No: 01208652

COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
COMPSTOCK ELECTRONICS LIMITED
(the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole director of the Company proposes that the following resolutions are passed as special resolutions as detailed below

RESOLUTIONS

As special resolutions

THAT, the share capital of the Company be and the same is hereby reduced from £640,100 to £1 comprising of 1 Ordinary Share of £1 and that such reduction be and the same is hereby effected by cancelling and extinguishing the existing issued 300,000 Cumulative Preference Shares of £1 each, 140,099 Ordinary Shares of £1 each and 200,000 Redeemable Preference Shares of £1 each, all registered in the name of Umeco Limited

THAT, the amount standing to the credit of the share premium account of the Company be and it is hereby cancelled

Dated 12 December 2016

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the resolutions

We, the undersigned, being a person entitled to vote on the above resolution, Irrevocably agree to such resolutions

| Name of Shareholder | Signature | Date of Signature |
|----------------------------|------------------|--------------------------|
| UMECO LIMITED | A. ✓ | 12/12/16 |

Attachments: Copy of Solvency Statement

Copy: Auditors



NOTES

- 1 Shareholders who wish to agree to such resolutions should signify their agreement including in one of the following ways
 - Sign and return this document to Composites House, Sinclair Close, Heanor, Derbyshire, DE75 7SP, or
 - E-mail the company at angela.lodge-ext@solvay.com attaching a scanned copy of the signed document

If you do not agree to the resolutions, you do not need to do anything; you will not be deemed to agree if you fail to reply
2. Under the Companies Act 2006 if sufficient agreement is not received within 28 days of sending out a written resolution then the resolutions will lapse and shareholders will not be able to indicate agreement after that date. However in relation to a reduction of capital and share premium account as contemplated by this written resolution the Companies Act 2006 requires the resolution to be passed within 15 days of your directors making the attached solvency statement.
- 3 Once you have indicated your agreement to the resolutions, you may not revoke your agreement
- 4 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.

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Company No: 01208652

**THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
RESOLUTION IN WRITING**

of

COMPSTOCK ELECTRONICS LIMITED

(the "Company")

Passed the 12 day of December 2016

By a written resolution agreed to in accordance with Chapter 2 of Part 13 of the Companies Act 2006 by or on behalf of the required number of the members of the Company who, at the date of circulating the resolution, were entitled to vote on the resolution the following resolutions of the Company were duly passed.

SPECIAL RESOLUTIONS

As special resolutions

THAT, the share capital of the Company be and the same is hereby reduced from £640,100 to £1 comprising of 1 Ordinary Share of £1 and that such reduction be and the same is hereby effected by cancelling and extinguishing the existing issued 300,000 Cumulative Preference shares of £1 each, 140,099 Ordinary Shares of £1 each and 200,000 Redeemable Preference shares of £1 each, all registered in the name of Umeco Limited.

THAT, the amount standing to the credit of the share premium account of the Company be and it is hereby cancelled.

Signed



Director/Secretary

Dated 12 December 2016

